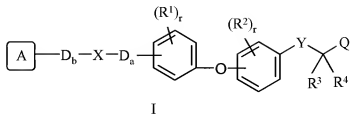


**Amendments to the Claims**

WHAT IS CLAIMED IS:

1. (Original) A compound having a formula I,



or a pharmaceutically acceptable salt or stereoisomer thereof, wherein:

- A is:
- a) aryl,
  - b) a 5- to 10-membered heteroaryl wherein the heteroaryl containing at least one heteroatom selected from N, O or S,
  - c) C<sub>3</sub>-C<sub>8</sub> cycloalkyl,
  - d) aliphatic group, or
  - e) heterocyclyl,

wherein aryl, heteroaryl, cycloalkyl, heterocyclyl and aliphatic group being optionally substituted with one or more groups independently selected from R<sup>8</sup>;

D<sub>a</sub> and D<sub>b</sub> are each independently:

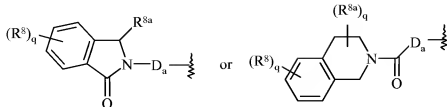
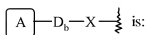
a bond or

-[C(R<sup>c</sup>)(R<sup>d</sup>)]<sub>n</sub>, wherein R<sup>c</sup> and R<sup>d</sup> are each independently hydrogen, C<sub>1</sub>-C<sub>6</sub> alkyl or aryl;

Q is: -C(O)OR<sup>5</sup> or R<sup>5A</sup>;

X is: NR<sup>6</sup>C[O]<sub>p</sub>,  
 NR<sup>6</sup>S(O)<sub>2</sub>,  
 C[O]<sub>p</sub>NR<sup>6</sup>,  
 S(O)<sub>2</sub>NR<sup>6</sup> or  
 NR<sup>7</sup>;

Y is: a bond, CH<sub>2</sub>, S or O;



n and r are each independently: 1, 2, 3 or 4;

q is: 1, 2, 3, 4 or 5;

p is: 1 or 2;

R<sup>1</sup> and R<sup>2</sup> are each independently: hydrogen, C<sub>1</sub>-C<sub>6</sub> alkyl, halo or haloalkyl;

R<sup>3</sup> and R<sup>4</sup> are each independently:

hydrogen,

halo,

C<sub>1</sub>-C<sub>6</sub> alkyl,

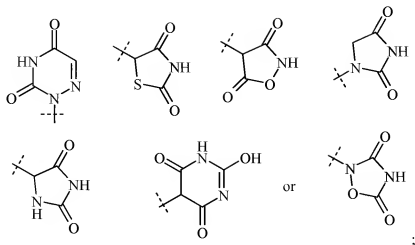
C<sub>1</sub>-C<sub>6</sub> alkoxy or

aryloxy;

R<sup>3</sup> and R<sup>4</sup> are together a 3- to 6- membered carbocyclyl or heterocyclyl;

R<sup>5</sup> is: hydrogen, C<sub>1</sub>-C<sub>6</sub> alkyl or aminoalkyl;

R<sup>5A</sup> is: carboxamide, sulfonamide, acylsulfonamide, tetrazole,



$R^6$  is each independently:

hydrogen,

$C_1$ - $C_{12}$  alkyl,

arylalkyl,

$C_3$ - $C_8$  cycloalkyl, or

$(CH_2)_nC(O)aryl$ ,

wherein alkyl, arylalkyl and cycloalkyl group being optionally substituted with one or more groups independently selected from  $R^8$ ;

$R^7$  is: hydrogen,

acyl, or

sulfonyl;

$R^8$  and  $R^{8a}$  are each independently:

hydrogen,

$C_1$ - $C_6$  alkyl,

$C_1$ - $C_6$  alkoxy,

nitro,

cyano,

halo,

haloalkyl,

haloalkyloxy,

aryl,

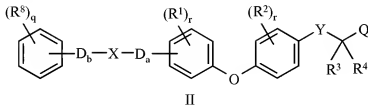
heteroaryl,

benzyl,  
 aryloxy,  
 $SR^9$ ,  
 $S[O]_pR^9$  or  
 $C[O]_pR^9$ ; and

$R^9$  is: hydrogen,  $C_1$ - $C_6$  alkyl, or  $C_3$ - $C_8$  cycloalkyl.

2. (Original) The compound of Claim 1, wherein aryl or heteroaryl are selected from the group consisting of phenyl, naphthyl, indolyl, isoindolyl, benzoimidazolyl, quinolinyl, isoquinolinyl, pyridyl, benzothiophenyl and benzofuranyl.

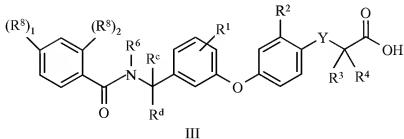
3. (Previously Presented) The compound of Claim 2, wherein the compound is structural formula II,



or a pharmaceutically acceptable salt or stereoisomer thereof, wherein:  
 q is 1, 2, 3, 4, or 5.

4. (Previously Presented) The compound of Claim 3, wherein  $R^8$  is disubstituted in 2 and 4 positions, or trisubstituted in 2, 4, and 6 positions of phenyl ring relative to  $-D_b-$ .

5. (Previously Presented) The compound of Claim 3, wherein the compound is structural formula III,



or a pharmaceutically acceptable salt or stereoisomer thereof, wherein:  
 Y is: O or  $CH_2$ ;

$R^1$  is: hydrogen, halo or  $C_1$ - $C_4$  alkyl;

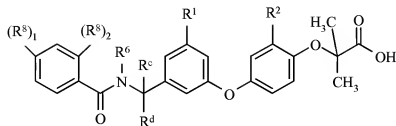
$R^2$ ,  $R^3$  and  $R^4$ ,  $R^6$ ,  $R^c$  and  $R^d$  are each independently: hydrogen or  $C_1$ - $C_4$  alkyl;

$(R^8)_1$  and  $(R^8)_2$  are each independently: hydrogen, halo, haloalkyl or haloalkyloxy, cyano, nitro,  
 $C_1$ - $C_6$  alkyl,  $C_1$ - $C_6$  alkoxy or  $SR^9$ ;

$R^6$  is: hydrogen or  $C_1$ - $C_4$  alkyl; and

$R^9$  is: hydrogen or  $C_1$ - $C_4$  alkyl or  $C_3$ - $C_6$  cycloalkyl

6. (Previously Presented) The compound of Claim 5, wherein the compound is structural formula IV,



IV

or a pharmaceutically acceptable salt or stereoisomer thereof, wherein:

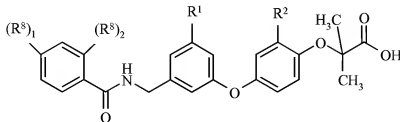
$R^1$  and  $R^2$  are each independently: hydrogen, halo or  $C_1$ - $C_4$  alkyl;

$R^c$ ,  $R^d$  and  $R^6$  are each independently: hydrogen or methyl; and

$(R^8)_1$  and  $(R^8)_2$  are each independently:

hydrogen, F, Cl, Br, OMe, CF<sub>3</sub>, OCF<sub>3</sub>, SCH<sub>3</sub>, NO<sub>2</sub>, cyano, methyl, ethyl, isobutyl,  
 isopropyl or tert-butyl.

7. (Previously Presented) The compound of Claim 6, wherein the compound is structural formula V,



V

or a pharmaceutically acceptable salt or stereoisomer thereof, wherein:

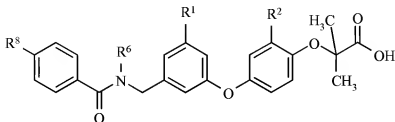
$R^1$  and  $R^2$  are each independently: hydrogen, methyl, ethyl or fluoro; and

$(R^8)_1$  and  $(R^8)_2$  are each independently:

hydrogen, F, Cl, Br, OMe, CF<sub>3</sub>, OCF<sub>3</sub>, SCH<sub>3</sub>, NO<sub>2</sub>, cyano, methyl, ethyl, isobutyl, isopropyl or tert-butyl.

8. (Canceled)

9. (Previously Presented) The compound of Claim 3, wherein the compound is structural formula VII,



VII

or a pharmaceutically acceptable salt or stereoisomer thereof, wherein:

R<sup>1</sup> and R<sup>2</sup> are each independently: hydrogen, halo or C<sub>1</sub>-C<sub>4</sub> alkyl;

R<sup>6</sup> is: hydrogen or C<sub>1</sub>-C<sub>4</sub> alkyl;

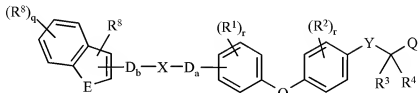
R<sup>8</sup> is: hydrogen, halo, haloalkyl or haloalkyloxy, cyano, nitro, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub> alkoxy or SR<sup>9</sup>;

and

R<sup>9</sup> is: hydrogen or C<sub>1</sub>-C<sub>4</sub> alkyl or C<sub>3</sub>-C<sub>6</sub> cycloalkyl.

10. (Canceled)

11. (Previously Presented) The compound of Claim 1, wherein the compound is structural formula VIII,



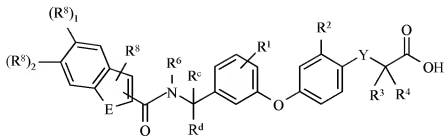
VIII

or a pharmaceutically acceptable salt or stereoisomer thereof, wherein:

q is 1, 2, 3 or 4; and

E is S, O or NR<sup>10</sup> wherein R<sup>10</sup> is hydrogen or C<sub>1</sub>-C<sub>4</sub> alkyl.

12. (Previously Presented) The compound of Claim 11, wherein the compound is structural formula IX,



IX

or a pharmaceutically acceptable salt or stereoisomer thereof, wherein:

Y is: O or CH<sub>2</sub>;

E is: S, O, NH or NCH<sub>3</sub>, NCH<sub>2</sub>CH<sub>3</sub>;

R<sup>1</sup> is: hydrogen, C<sub>1</sub>-C<sub>4</sub> alkyl, halo or haloalkyl;

R<sup>2</sup>, R<sup>3</sup> and R<sup>4</sup>, R<sup>6</sup>, R<sup>c</sup> and R<sup>d</sup> are each independently: hydrogen or C<sub>1</sub>-C<sub>4</sub> alkyl;

(R<sup>8</sup>)<sub>1</sub> and (R<sup>8</sup>)<sub>2</sub> are each independently: hydrogen, halo, haloalkyl, haloalkyloxy, cyano, nitro, C<sub>1</sub>-C<sub>6</sub> alkyl or C<sub>1</sub>-C<sub>6</sub> alkoxy; and

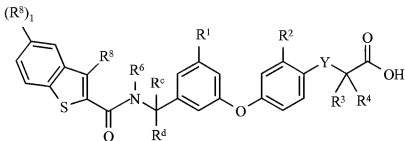
R<sup>8</sup> is: hydrogen or C<sub>1</sub>-C<sub>4</sub> alkyl.

13. (Canceled)

14. (Canceled)

15. (Canceled)

16. (Previously Presented) The compound of Claim 12, wherein the compound is structural formula XIII,



XIII

or a pharmaceutically acceptable salt or stereoisomer thereof, wherein:

Y is: O or CH<sub>2</sub>;

R<sup>1</sup> is: hydrogen, C<sub>1</sub>-C<sub>4</sub> alkyl, halo or haloalkyl;

R<sup>2</sup>, R<sup>3</sup>, R<sup>4</sup>, R<sup>6</sup>, R<sup>c</sup> and R<sup>d</sup> are each independently: hydrogen or C<sub>1</sub>-C<sub>4</sub> alkyl;

R<sup>8</sup> are each independently: hydrogen or C<sub>1</sub>-C<sub>4</sub> alkyl; and

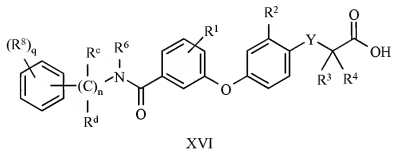
(R<sup>8</sup>)<sub>i</sub> is: hydrogen, halo, haloalkyl or haloalkyloxy, cyano, nitroC<sub>1</sub>-C<sub>6</sub> alkyl or C<sub>1</sub>-C<sub>6</sub> alkoxy.

17. (Canceled)

18. (Canceled)

19. (Canceled)

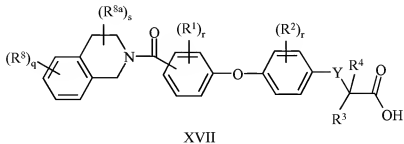
20. (Previously Presented) The compound of Claim 1, wherein the compound is structural formula XVI,



or a pharmaceutically acceptable salt or stereoisomer thereof, wherein:  
n is 1, 2, 3, or 4.

21. (Original) The compound of Claim 20, wherein Y is O or CH<sub>2</sub>; R<sup>1</sup>, R<sup>2</sup>, R<sup>3</sup>, R<sup>4</sup>, R<sup>c</sup> and R<sup>d</sup> are each independently hydrogen or C<sub>1</sub>-C<sub>4</sub> alkyl; n is 1 or 2; R<sup>6</sup> is hydrogen, C<sub>1</sub>-C<sub>6</sub> alkyl or arylalkyl; and R<sup>8</sup> is hydrogen, C<sub>1</sub>-C<sub>6</sub> alkoxy, halo or haloalkyl.

22. (Previously Presented) The compound of Claim 1, wherein the compound is structural formula XVII,



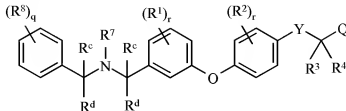
or a pharmaceutically acceptable salt or stereoisomer thereof, wherein:

R<sup>8a</sup> is hydrogen, C<sub>1</sub>-C<sub>4</sub> alkyl or aryl; and s is 1, 2, 3, 4, 5 or 6.

23. (Canceled)



24. (Previously Presented) The compound of Claim 1, wherein the compound having a structural formula XIX,



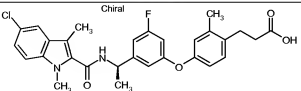
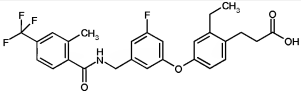
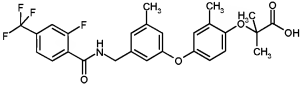
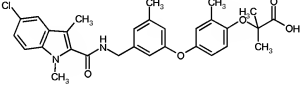
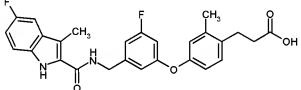
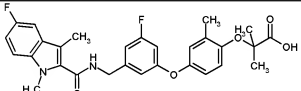
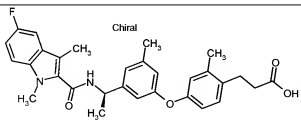
XIX

or a pharmaceutically acceptable salt or stereoisomer thereof.

25. (Original) The compound of Claim 24, wherein Q is COOH; R<sup>7</sup> is hydrogen, methanesulfonyl or acetyl; and R<sup>c</sup> and R<sup>d</sup> are each hydrogen.

26. (Previously Presented) A compound of Claim 1 selected from the group consisting of:

No	Structure	Name
1		2-[4-{3-[(2-Chloro-4-(trifluoromethyl)-benzoylamino)-methyl]-5-fluoro-phenoxy}-2-methyl-phenoxy]-2-methyl-propionic acid
2		3-[4-(3-[(5-Chloro-1H-indole-2-carbonyl)-amino]-methyl)-5-fluoro-phenoxy]-2-methyl-phenyl]-propionic acid
3		2-[4-{3-Fluoro-5-[1-(2-methyl-4-trifluoromethyl-benzoylamino)-ethyl]-phenoxy}-2-methyl-phenoxy]-2-methyl-propionic acid (isomer 1)
4		2-[4-(3-[(5-Chloro-3-methyl-benzo[b]thiophene-2-carbonyl)-amino]-methyl)-5-methyl-phenoxy]-2-methyl-phenoxy]-2-methyl-propionic acid

No	Structure	Name
5		(R)-3-[4-(3-{1-[(5-Chloro-1,3-dimethyl-1H-indole-2-carbonyl)-amino]-ethyl}-5-fluorophenoxy)-2-methyl-phenyl]-propionic acid
6		3-(2-Ethyl-4-{3-fluoro-5-[(2-methyl-4-trifluoromethyl-benzoylamino)-methyl]-phenoxy}-phenyl)-propionic acid
7		2-(4-{3-[(2-Fluoro-4-trifluoromethyl-benzoylamino)-methyl]-5-methyl-phenoxy}-2-methyl-phenoxy)-2-methyl-propionic acid
8		(R)-2-[4-(3-{1-[(5-Chloro-1,3-dimethyl-1H-indole-2-carbonyl)-amino]-methyl]-5-methyl-phenoxy}-2-methyl-phenoxy)-2-methyl-propionic acid
9		3-[4-(3-Fluoro-5-{[(5-fluoro-3-methyl-1H-indole-2-carbonyl)-amino]-methyl]-phenoxy}-2-methyl-phenyl)-propionic acid
10		2-[4-(3-Fluoro-5-{[(5-fluoro-1,3-dimethyl-1H-indole-2-carbonyl)-amino]-methyl]-phenoxy}-2-methyl-phenoxy)-2-methyl-propionic acid
11		(R)-3-[4-(3-{1-[(5-Fluoro-1,3-dimethyl-1H-indole-2-carbonyl)-amino]-ethyl}-5-methyl-phenoxy)-2-methyl-phenyl]-propionic acid

No	Structure	Name
12		2-Methyl-2-(2-methyl-4-((3-((2-methyl-4-trifluoromethyl-benzoylamino)-methyl)-phenoxy)-propionic acid
13		2-(4-((3-Fluoro-5-((2-methyl-4-trifluoromethyl-benzoylamino)-methyl)-phenoxy)-2-methyl-phenoxy)-2-methyl-propionic acid
14		( R ) -3-[4-(3-Fluoro-5-((1-((5-fluoro-1,3-dimethyl-1H-indole-2-carbonyl)-amino)-ethyl)-phenoxy)-2-methyl-phenyl)-propionic acid
15		3-[4-(3-((5-Chloro-1,3-dimethyl-1H-indole-2-carbonyl)-amino)-methyl)-5-fluoro-phenoxy)-2-methyl-phenyl]-propionic acid
16		3-[4-(3-((5-Chloro-1,3-dimethyl-1H-indole-2-carbonyl)-amino)-methyl)-phenoxy)-2-methyl-phenyl]-propionic acid
17		3-[2-Ethyl-4-(3-fluoro-5-((5-fluoro-1,3-dimethyl-1H-indole-2-carbonyl)-amino)-methyl)-phenoxy)-phenyl]-propionic acid
18		3-(4-((3-((2-Chloro-4-trifluoromethyl-benzoylamino)-methyl)-5-methyl-phenoxy)-2-ethyl-phenyl)-propionic acid

27. (Previously Presented) A pharmaceutical composition comprising a pharmaceutically acceptable carrier and a compound of Claim 1 or a pharmaceutically acceptable salt.

- 28. (Canceled)
- 29. (Canceled.)
- 30. (Canceled.)
- 31. (Canceled.)
- 32. (Canceled.)
- 33. (Canceled.)
- 34. (Canceled.)
- 35. (Canceled.)
- 36. (Canceled.)
- 37. (Canceled.)
- 38. (Canceled.)
- 39. (Previously Presented) A method for lowering blood-glucose in a mammal comprising the step of administering an effective amount of a compound of Claim 1
- 40. (Canceled)
- 41. (Canceled)
- 42. (Canceled)
- 43. (Canceled)
- 44. (Canceled)
- 45. (Canceled)